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December 21, 2001

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\*\*\*\*125.00 \*\*\*\*125.00

Via Federal Express

Department of State  
The George Firestone Building  
409 East Gaines Street  
Tallahassee, Florida 32399

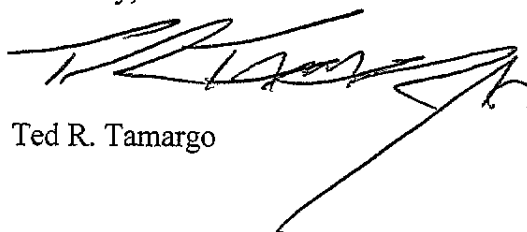
Re: Nuñez Sport Enterprise, L.L.C.  
--Our File No. 01-1409

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Organization of Nuñez Sport Enterprise, L.L.C. Please file stamp the copy of the Articles of Organization and return it to me at the address shown above. Also enclosed is a check made payable to the Department of State in the amount of \$125.00 to cover the filing fee.

If you have any questions regarding this matter, please contact me.

Sincerely,



Ted R. Tamargo

Mr. Igor Nuñez (without enclosures)	DCC
Mr. P. Verifier	DCC
Enclosures	
cc: Mr. Igor Nuñez (without enclosures)	
P. Verifier	DCC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
NUÑEZ SPORT ENTERPRISE, L.L.C.**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this company is NUÑEZ SPORT ENTERPRISE, L.L.C.

**ARTICLE II  
PERIOD OF DURATION**

This company shall commence as of the date these Articles of Organization are filed with the Department of State of the State of Florida and shall exist perpetually thereafter, unless this company is dissolved pursuant to the terms of the operating agreement for this company or by operation of law.

**ARTICLE III  
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of this company shall be 9<sup>th</sup> Calle, 21-65, Casa 34, Residenciales Zona 14, Zona 14, Guatemala City, Guatemala C.A.

**ARTICLE IV  
REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this company shall be located at 401 East Jackson Street, Suite 2650, Tampa, Florida 33602, and the initial registered agent of this company at such office shall be Ted R. Tamargo.

**ARTICLE V  
MANAGEMENT OF COMPANY**

This company shall be a manager-managed company. The name and street address of the initial manager of this company, who is to serve as manager until his successor or successors are elected and qualify, are:

Name:

Igor Nuñez

Address:

9<sup>th</sup> Calle, 21-65, Casa 34  
Residenciales Zona 14, Zona 14  
Guatemala City, Guatemala C.A.

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**ARTICLE VI  
OPERATING AGREEMENT**


(a) The power to adopt the operating agreement of this company shall be vested in the members of this company. Once adopted, the operating agreement of this company may only be altered, amended or repealed in the manner specified in such agreement.

(b) The operating agreement of this company shall be for the government of this company and may contain any provisions or requirements for the management or conduct of the affairs and business of this company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or of the United States.

**ARTICLE VII  
AMENDMENT OF ARTICLES OF ORGANIZATION**

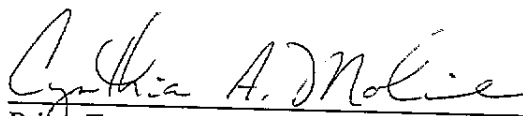
These Articles of Organization may be amended at any time by the members of this company.

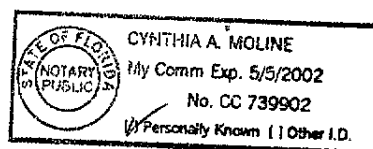
IN WITNESS WHEREOF, the undersigned authorized representative of a member of this company has executed these Articles of Organization this 21<sup>st</sup> day of December, 2001.

  
Ted R. Tamargo, Authorized Representative

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of December, 2001, by Ted R. Tamargo, as authorized representative of a member of this company. He is personally known to me.

  
Print, Type or  
Stamp Name: \_\_\_\_\_  
Notary Public, State of Florida  
Serial No., if any: \_\_\_\_\_



**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

TED R. TAMARGO, having been named as registered agent to accept service of process for **NUÑEZ SPORT ENTERPRISE, L.L.C.**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered office:

401 E. Jackson St., Suite 2650  
Tampa, Florida 33602

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 01<sup>st</sup> day of December, 2001.

  
TED R. TAMARGO

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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